



**Company Name** MSI Utilities, Inc.

**Company Website** www.msiutilities.com

**1. Legal name of Applicant and the name under which the Applicant proposes to do business in Delaware.**

MSI Utilities, Inc. d/b/a \_\_\_\_\_  
Name

☐ Applicants with a d/b/a must submit a copy of the Registration of Trade, Business & Fictitious Name Certificate for each of the three Delaware counties.

Provided in **Exhibit** N/A

☐ Provide a list of names under which the Applicant, its Affiliated Interests, or any current or previous officer, director, or manager has previously done business in Delaware.

Provided in **Exhibit** N/A

**1. Tax identification number:**

87-0712213  
Federal Tax ID Number

**2. Certifications:**

Certifications issued by the state of formation or incorporation that the Applicant is in good standing and qualified to do business in that state.

☒ Provide a Certificate of Good Standing issued by the Secretary of State of the state of formation or incorporation (if different from the State of Delaware) dated within the past 12 months certifying that the Applicant is in good standing and qualified to do business in Delaware. Provided in **Exhibit** A

☒ Provide a copy of the Applicants Business License certifying that the Applicant is registered and/or qualified to do business in the state of formation or incorporation (if different from the State of Delaware). Provided in **Exhibit** B

**3. Authority to do Business:**

Each Applicant will provide a copy of the following documentation:

☒ Provide a Certificate of Good Standing issued by the Delaware Secretary of State dated within the past 12 months certifying that the Applicant is in good standing and qualified to do business in Delaware. Provided in **Exhibit** C

- ☒ Provide a copy of the Applicants Delaware Business License certifying that the Applicant is registered and/or qualified to do business in Delaware. Provided in Exhibit D

**4. Delaware Registered Agent:**

Each Applicant shall provide a designation in writing of the name and address of a person resident within the State of Delaware upon which service of any notice, order or process may be made. This information must be updated if changed.

InCorp Services, Inc.

Name

One Commerce Center - 1201 Orange St. #600, Wilmington, DE 19899

Address

(702) 866-2500

Phone

**5. Leadership:**

Provide the names, titles, addresses, and telephone numbers of the Applicants' principal officers, directors, partners, or other similar officials. Provided in Exhibit E

**6. Corporate Structure:**

Each Applicant shall provide a description of the Applicant's corporate structure, including all parent, affiliated, and subsidiary companies. Additionally, please provide a graphical depiction of such structure. Provided in Exhibit F

See Exhibit F

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- 7. Name, title, and telephone number of a Regulatory Contact Person:** This person will ordinarily be the initial point of contact for resolving complaints filed with the Commission. The Commission will also send any correspondence to this person. This information is required to be updated if there is a change.

Frank Warner

Name of Regulatory Contact

CEO

Title

(866) 337-3463

Telephone Number

fwarner@msiutilities.com

Email Address

- 8. Name, title, and telephone number of Complaint Contact Person:** If contact is different from the Regulatory Contact.

Delaware Public Service Commission  
Electric Broker Certificate

Same as Regulatory Contact

Name of Complaint Contact

Title

Telephone Number

Email Address

9. **Name, title, and telephone number of Applicant's Attorney:** This person will ordinarily be the initial point of contact for resolving complaints filed with the Commission. The Commission will also send any correspondence to this person. This information is required to be updated if there is a change.

Brent Rosenthal

Name of Attorney

Carlile, Patchen & Murphy, LLP

Firm

366 East Broad St.

Address

Columbus, OH 43215

(614) 628-0772

Telephone Number

BRosenthal@cpmlaw.com

Email Address

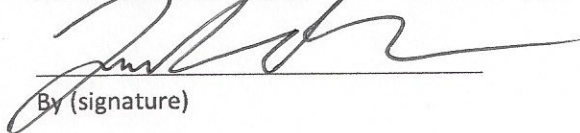
☐ No Attorney

10. **Toll-free telephone number of Applicants customer service department:** This number will be listed on the Commission's website as a resource for existing and potential customers.

(800) 490-4427

Toll-free customer service number

11. **Consent to Jurisdiction:** A statement consenting to the jurisdiction of the Delaware courts for acts or omissions arising from the Electric Supplier's and its Agent's in the State.

  
By (signature)

Frank Warner

Typed or Printed Name

CEO

Title



**12. Criminal activities statement:**

- ☐ A statement detailing any criminal activities, except for misdemeanors or lesser violations, of which the Applicant, any of its Affiliated Interests, officers, and directors (and prior officers and directors who left the Applicant's employ less than three (3) months before the filing of the application) have been convicted. Any criminal disclosure shall include a copy of any order of conviction and restitution. Provided in **Exhibit** N/A
- ☒ Neither the Applicant nor its affiliated interests, officers or directors have been charged or convicted of any criminal activities.

**13. Certified Financial Statements and other indicia of financial capability:** Applicants submitting European-style financial statements shall include a statement of similarity.

- ☒ Provide copies of certified financial statements (balance sheet, income statement, statement of cash flows current within twelve (12) months of the filing). Provided in **Exhibit** G (If publicly traded the Applicant must submit the certified financial statements AND its most recent annual report to the shareholders and SEC Form 10-K, or a link to the report on the SEC website. If not publicly traded, the Applicant must submit the accounting statements, including balance sheet and income statement, audited financial statements, bank account statements, tax returns or other indicia of financial capability, or if applicable, the certified financial statements of a publicly traded parent.)
- ☒ Other indicia of financial capability submitted in support of the application (should be current within twelve (12) months of the filing). Provided in **Exhibit** H

**14. Bankruptcy disclosure:**

- ☐ See **Exhibit** N/A for detailed statement of all bankruptcy proceedings filed by the Applicant in the past 24 months
- ☒ Neither the Applicant nor its affiliated interests has filed bankruptcy in the past 24 months

**15. Compliance with Regional Requirements:**

- ☒ Applicant agrees to only work with an entity that complies with PJM's requirements and is a Certified Electric Supplier in Delaware.

Provide a brief a list of Electric Suppliers through which the Applicant intends to arrange for the sale of electricity (**any change to this list must be updated with the Commission within five (5) Business Days of the change**):



Delaware Public Service Commission  
Electric Broker Certificate

AEP, Champion, Direct, First Point, Mid American, Next Era, Source, Engie, Washington Gas  
Energy, Agera, Freepoint.

16. **Description of the nature of the business being conducted:** Description of service, types of customers and geographic area to be served.  
Description of service:

Types of Customers: *Check all that apply*

- ☐ Residential ☒ Large Commercial  
☒ Industrial ☒ Small Commercial

Geographic Area: *Applicant should check one or both*

- ☒ Delmarva Power & Light Service Territory  
☒ Delaware Electric Cooperative Services Territory

17. **Relevant retail experience of each principal officer responsible for Delaware**

**operations.** In order to fulfill the requirements of the Supplier Rules an Applicant must present substantial evidence of technical and managerial competency the Applicant must submit, in an attachment, detailed professional resumes including dates, jobs/ job titles and duties for each principal officer responsible for operations in Delaware.

☒ Provided in Exhibit I

18. **List of states presently selling electric supply/broker services and a list of state with pending applications:** Please provide a list of the states in which the Applicant, or any of its affiliates, is now or has been engaged in the retail sale of electricity, status of the application (approved or pending), type of license, license number (if approved) or commission docket number (if pending):

State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____

\*If more space is required please attach a separate sheet of paper with the above information. **Provided in Exhibit J**

\*\*Applicant shall provide a copy of any order or decision from the state's public utility commission for each state listed above. **Provided in Exhibit K**

19. **List of states in which Applicant has received authority to sell/broker services but is not currently providing services.**

Delaware Public Service Commission  
Electric Broker Certificate

State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____
State: _____	Status: _____	Type of License: _____	License No: _____	Date Issued: _____

\*Applicant shall provide a copy of any order or decision from the state's public utility commission for each state listed above. **Provided in Exhibit N/A** - There are none.

**20. Other Proceedings - List of states or federal jurisdictions in which Applicant or its Affiliated Interests has been denied approval and/or had authority revoked.**

State: \_\_\_\_\_ Date certified: \_\_\_\_\_  
State: \_\_\_\_\_ Date certified: \_\_\_\_\_

\*If the applicant has been denied approval or had its authority revoked by a state Commission please provide a detailed explanation for each state. **Provided in Exhibit N/A**

☒ Applicant has never been denied or revoked

**21. List of States or Federal jurisdictions in which the Applicant or any of its Affiliated Interests has been found to be in violation of a state's laws, rules or regulations.**  
**Provided in Exhibit N/A** - There are none.

**22. Please provide a copy of any settlement, adjudication, or court order with respect to an action filed by a state Attorney General, the Federal Trade Commission, or U.S. Department of Justice concerning the Applicant's participation in retail and federal electricity, natural gas, or telecommunications markets.**  
**Provided in Exhibit N/A** - There are none.

**23. Pending Proceedings for revocation/suspensions:** Applicant shall provide a list of proceedings in which a revocation or suspension of authority to sell or broker electricity is pending or has been adjudicated, and the name case number, venue, final orders and settlement agreements for each case identified.

State: _____	Case Number: _____	Venue: _____	Final Order No: _____	Date Issued: _____
State: _____	Case Number: _____	Venue: _____	Final Order No: _____	Date Issued: _____
State: _____	Case Number: _____	Venue: _____	Final Order No: _____	Date Issued: _____

☐ Additional information provided in **Exhibit N/A** - There are none.

**24. Security:** The Commission may determine that an Applicant requesting to be a Broker is required to post security in the amount of \$10,000 in order to ensure that the Applicant has sufficient financial ability to operate as a Broker in the State. This will be determined on a case-by-case basis.

**25. Any other information:**



- ☐ Other material submitted in support of the Application. Provided in **Exhibit** \_\_\_\_\_
- ☒ No other supporting material is provided

**26. Verification of Application:** The Application must be accompanied by a signed, notarized verification of a principal officer of the Applicant stating that all information in the application is true and correct as filed to the best of the principal's or officer's belief. Where the Applicant is a corporation or an association, the verification shall be signed by an officer thereof and notarized. (See Attachment A for an example)

☒ Verification is provided in **Exhibit** L

**27. Waiver of certification requirements:** Only applicable to Applicants requesting a waiver.

- ☐ Applicant requests a waiver of the requirements in Section(s) \_\_\_\_\_. Please provide a detailed explanation in support of the request for a waiver below: *If additional space is required please attach additional sheets of paper to the Application as necessary.*  
Provided in **Exhibit** N/A

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☒ No waiver requested

**28. Marketing Plans and Materials:** If the Applicant intends to serve Residential and Small Commercial, the Applicant shall provide the marketing plan and all marketing materials (please see Reg. 49, Supplier Rule - **Sections 2.2.13 – 2.2.14** for a complete list of materials to be submitted).

Please provide a description of the marketing plan(s) and/or methods Applicant plans to use in Delaware, the description should identify whether Door-to-Door, Telemarketing, direct mail, or other marketing channels will be used and, where applicable, the identification of third party vendors that the Applicant will utilize. Additionally, please include the manner in which the Applicant will ensure oversight, training, and compliance with the Supplier Regulations.

SEE ATTACHED

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☒ Additional information provided in **Exhibit** M



# Exhibit L - Verification

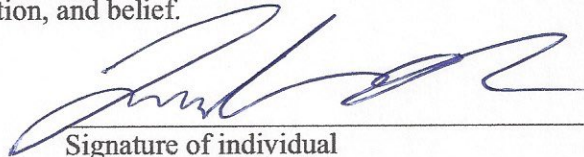
10

Delaware Public Service Commission  
Electric Broker Certificate

## Attachment A VERIFICATION

STATE OF OH )  
 ) SS  
COUNTY OF Medina )

On this \_\_\_\_\_ day of \_\_\_\_\_, 20\_\_\_\_, personally came before me, the subscriber, a Notary Public in and for the state and county aforesaid, Frank Warner [name of individual who is signing] as the CEO [authority of individual or title of individual who is signing, e.g., President, Vice President, Sole Member/Manager, Trustee, etc.] of MSI Utilities, Inc. [name of company or entity that is filing], known to me personally to be such or having presented to me satisfactory evidence of identity, and acknowledged this document to be [his or her] act and deed and the act and deed of such Corporation [type of filer, e.g. corporation, limited liability company, etc.], that the signature of such individual is in [his or her] own proper handwriting, and that the facts set forth in this Application [type of filing, e.g., application, petition, etc.] are true and correct to the best of [his or her] knowledge, information, and belief.



Signature of individual

Printed Name: Frank Warner

**SIGNED AND SWORN (OR AFFIRMED)** before me on this 19 day of FEB, 2018, by FRANK WARNER (name of individual who signed above).

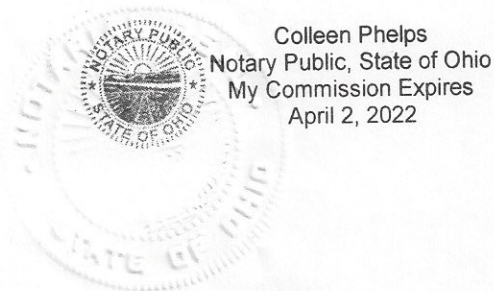
Colleen Phelps  
Signature of Notarial Officer

Notary Public  
Title (e.g., Notary Public)

My Commission Expires:

April 2, 2022

SEAL



Attachment B

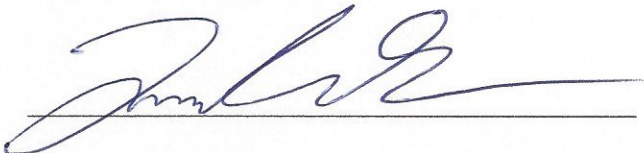
**Attestation of Submission of Confidential, Proprietary, and Privileged Material**  
**Per 26 Del. Admin. C. § 1001-1.11**

I, Frank Warner, CEO of MSI Utilities, Inc, do hereby attest, under penalty of perjury, that Financial Statement and Bank Letter are 1) not a "public record" as defined by 29 Del. C. § 10002(l) because it is Financial Information obtained from a person which is of a privileged or confidential nature; and 2) is not subject to inspection by either the public or by other parties unless an appropriate proprietary agreement is executed.

As such, I request that the Delaware Public Service Commission accord confidential treatment to Financial Statement and Bank Letter in accordance with 26 Del. Admin. C. § 1001-1.11.

In compliance with 26 Del. Admin. C. § 1001-1.11.3, I have submitted, attached to this Attestation, for filing a copy of the document described above without the confidential information, with an indication that the claimed confidential information has been deleted.

Executed February 20, 2018

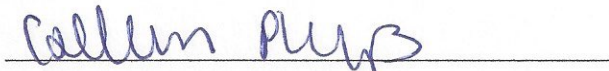


Frank Warner / CEO

Ohio

Medina

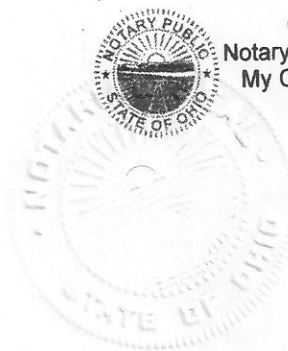
Sworn to and subscribed before me on February 20, 2018 by Frank Warner



[NOTARY SEAL]

[NOTARY NAME]

My commission expires: 4/2/22



Colleen Phelps  
Notary Public, State of Ohio  
My Commission Expires  
April 2, 2022



**Checklist of Required Items for Electricity Broker Applications – Applications may be rejected if documents are not available at the time of submission.**

- ☒ Registration of Trade, Business & Fictitious Name Certificate for each Delaware County where business is expected to be conducted Exhibit N/A
- ☒ Names under which Applicant or its Affiliated Interests, or any current or previous officer, director, or manager has done business in Delaware Exhibit N/A
- ☒ Certification Documents from the state of formation or incorporation Exhibit A, B
- ☒ Delaware Certificate of Good Standing Exhibit C
- ☒ Delaware Business License Exhibit D
- ☒ Leadership Information Exhibit E
- ☒ Graphical Depiction of Corporate Structure Exhibit F
- ☒ Criminal Activities Statement Exhibit N/A
- ☒ Certified Financial Statements (dated within one year of filing), 10-K and Annual Report to Shareholders (if required) Exhibit G, H  
**\*If filed under confidential seal a redacted version and attestation must be uploaded separately in DelaFile**
- ☒ Publicly traded applicants – recent annual report and SEC Form 10-K Exhibit N/A
- ☒ Bankruptcy disclosure Exhibit N/A
- ☐ Security Bond (if required by the Commission) Exhibit \_\_\_\_\_
- ☒ Verification of Application Exhibit L
- ☒ Marketing Plans and Materials Exhibit M
- ☒ States presently selling electricity supply/broker services and pending applications (if additional space is required) Exhibit J, K
- ☒ States in which authority to supply services has been received but not currently providing services Exhibit N/A
- ☒ State or Federal Jurisdictions where Applicant or affiliate interest has been found in violation of state's laws, rules or regulations Exhibit N/A
- ☒ Any settlement, adjudication, or court order in reference to any action taken by a state Attorney General, the Federal Trade Commission, the U.S. Department of Justice concerning the Applicants participation in listed markets Exhibit N/A

**Additional Items for Suppliers:**

- ☐ List of states in which Applicant has been denied approval and/or had authority revoked (detailed explanation) Exhibit \_\_\_\_\_
- ☐ Pending Proceedings Exhibit \_\_\_\_\_
- ☐ Security Bond (if required) Exhibit \_\_\_\_\_
- ☐ Other materials submitted in support of the Application Exhibit \_\_\_\_\_



# Exhibit A - Ohio Good Standing Certificate

UNITED STATES OF AMERICA  
STATE OF OHIO  
OFFICE OF THE SECRETARY OF STATE

*I, Jon Husted, do hereby certify that I am the duly elected, qualified and present acting Secretary of State for the State of Ohio, and as such have custody of the records of Ohio and Foreign business entities; that said records show MSI UTILITIES, INC., an Ohio corporation, Charter No. 1419561, having its principal location in Dublin, County of Franklin, was incorporated on October 29, 2003 and is currently in GOOD STANDING upon the records of this office.*



*Witness my hand and the seal of the  
Secretary of State at Columbus, Ohio  
this 30th day of January, A.D. 2018.*

*Jon Husted*

Ohio Secretary of State

Validation Number: 201803002364

Exhibit B - Ohio Articles of Incorporation

Doc ID -->

200330201434



DATE:	DOCUMENT ID	DESCRIPTION	FILING	EXPED	PENALTY	CERT	COPY
10/29/2003	200330201434	DOMESTIC ARTICLES/FOR PROFIT (ARF)	125.00	100.00	.00	.00	.00

**Receipt**

This is not a bill. Please do not remit payment.

MARKET SOLUTIONS, INC.  
ATTN: R. A. AHRENS  
6230 BUSCH BLVD. - 200  
COLUMBUS, OH 43229

**STATE OF OHIO**

**Ohio Secretary of State, J. Kenneth Blackwell**

1419561

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

**MSI UTILITIES, INC.**

and, that said business records show the filing and recording of:

Document(s)  
**DOMESTIC ARTICLES/FOR PROFIT**

Document No(s):  
**200330201434**



United States of America  
State of Ohio  
Office of the Secretary of State

Witness my hand and the seal of  
the Secretary of State at Columbus,  
Ohio this 29th day of October, A.D.  
2003.

*J. Kenneth Blackwell*  
Ohio Secretary of State

# Exhibit B - Ohio Articles of Incorporation

Doc ID -->

200330201434



Prescribed by **J. Kenneth Blackwell**

Ohio Secretary of State  
Central Ohio: (614) 466-3910  
Toll Free: 1-877-SOS-FILE (1-877-767-3453)

www.state.oh.us/sos  
e-mail: busserv@sos.state.oh.us

Expedite this Form: (Select One)	
Mail Form to one of the Following:	
<input type="radio"/> Yes	PO Box 1390 Columbus, OH 43216 *** Requires an additional fee of \$100 ***
<input checked="" type="radio"/> No	PO Box 670 Columbus, OH 43216

## INITIAL ARTICLES OF INCORPORATION

(For Domestic Profit or Non-Profit)

Filing Fee \$125.00

THE UNDERSIGNED HEREBY STATES THE FOLLOWING:

(CHECK ONLY ONE (1) BOX)

(1) <input checked="" type="checkbox"/> Articles of Incorporation Profit (113-ARF) ORC 1701	(2) <input type="checkbox"/> Articles of Incorporation Non-Profit (114-ARN) ORC 1702	(3) <input type="checkbox"/> Articles of Incorporation Professional (170-ARP) Profession ORC 1785
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Complete the general information in this section for the box checked above.

FIRST: Name of Corporation	MSI UTILITIES, INC.	
SECOND: Location	COLUMBUS (City)	FRANKLIN (County)
Effective Date (Optional)	October 9, 2003 (mm/dd/yyyy) <small>Date specified can be no more than 90 days after date of filing. If a date is specified, the date must be a date on or after the date of filing.</small>	
<input type="checkbox"/> Check here if additional provisions are attached		

Complete the information in this section if box (2) or (3) is checked. Completing this section is optional if box (1) is checked.

THIRD: Purpose for which corporation is formed

Complete the information in this section if box (1) or (3) is checked.

FOURTH: The number of shares which the corporation is authorized to have outstanding (Please state if shares are common or preferred and their par value if any)	800 (No. of Shares)	COMMON (Type)	NO PAR VALUE (Par Value)
(Refer to instructions if needed)			



Exhibit B - Ohio Articles of Incorporation

Doc ID -->

200330201434

Completing the information in this section is optional

FIFTH: The following are the names and addresses of the individuals who are to serve as initial Directors.

(Name)

(Street) NOTE: P.O. Box Addresses are NOT acceptable.

(City) (State) (Zip Code)

(Name)

(Street) NOTE: P.O. Box Addresses are NOT acceptable.

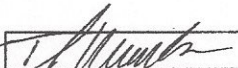
(City) (State) (Zip Code)

(Name)

(Street) NOTE: P.O. Box Addresses are NOT acceptable.

(City) (State) (Zip Code)

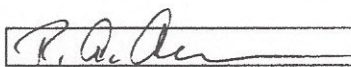
REQUIRED  
Must be authenticated  
(signed) by an authorized  
representative  
(See Instructions)



Authorized Representative

THOMAS J. WILLIAMSON  
(Print Name)

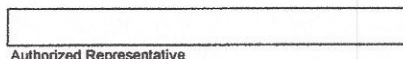
10/27/03  
Date



Authorized Representative

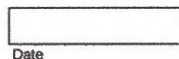
ROBERT A. AHRENS  
(Print Name)

10/26/03  
Date



Authorized Representative

(Print Name)



Date



Prescribed by **J. Kenneth Blackwell**Ohio Secretary of State  
Central Ohio: (614) 466-3910

Toll Free: 1-877-SOS-FILE (1-877-767-3453)

[www.state.oh.us/sos](http://www.state.oh.us/sos)e-mail: [busserv@sos.state.oh.us](mailto:busserv@sos.state.oh.us)**CONSENT FOR USE OF SIMILAR NAME**(For Domestic / Foreign, Profit or Non-Profit)  
Must Be Accompanied By Another Form

THE UNDERSIGNED DESIRING TO FILE A:

**(CHECK ONLY ONE (1) BOX) This filing does not extend the registration period**

<input checked="" type="checkbox"/> Where consenting entity is a corporation  (147-CSC)	Where consenting entity is a registrant of <input type="checkbox"/> Trade Name <input type="checkbox"/> Service Mark <input type="checkbox"/> Trade Mark (149-CSN)	Where consenting entity is a <input type="checkbox"/> Limited Liability Company <input type="checkbox"/> Limited Partnership <input type="checkbox"/> Partnership Having Limited Liability  (148-CSL)
---	--	--

☐ Check here if additional provisions are attachedCharter or Registration No.  
of Entity Giving Consent

91269

Name of Entity  
Giving Consent

MARKET SOLUTIONS, INC.

Gives its Consent To

MSI UTILITIES, LLC

*Thomas Williamson & Robert Andrews*

To Use The Name

MSI UTILITIES

**REQUIRED**  
Must be authenticated  
(signed) by an authorized  
representative
  
 Authorized Representative

 10/26/04  
 Date

 \_\_\_\_\_  
 Authorized Representative

 \_\_\_\_\_  
 Date

If the consenting party is a partnership, all general partners must sign. If only one partner is authorized to sign, a copy of the resolution authorizing the signature must be included.



# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT A CERTIFICATE EVIDENCING THE CORPORATE EXISTENCE OF "MSI UTILITIES, INC.", A CORPORATION DULY ORGANIZED UNDER THE LAWS OF THE STATE OF OHIO, WAS RECEIVED AND FILED IN THIS OFFICE AS A FOREIGN CORPORATION ON FIFTEENTH DAY OF AUGUST, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS QUALIFIED TO DO BUSINESS UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN WITHDRAWN OR REVOKED, SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS IN THE STATE OF DELAWARE.



5198953 8360  
SR# 20180569284

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed.

Jeffrey W. Bullock, Secretary of State

Authentication: 202134192  
Date: 02-12-18

**State of Delaware  
Division of Revenue  
Temporary License**

<b>License Number:</b>	2018601300
<b>Business Name:</b>	MSI Utilities, Inc.
<b>Business Address:</b>	2727 TULLER PARKWAY SUITE 250 DUBLIN, OH 43017 USA

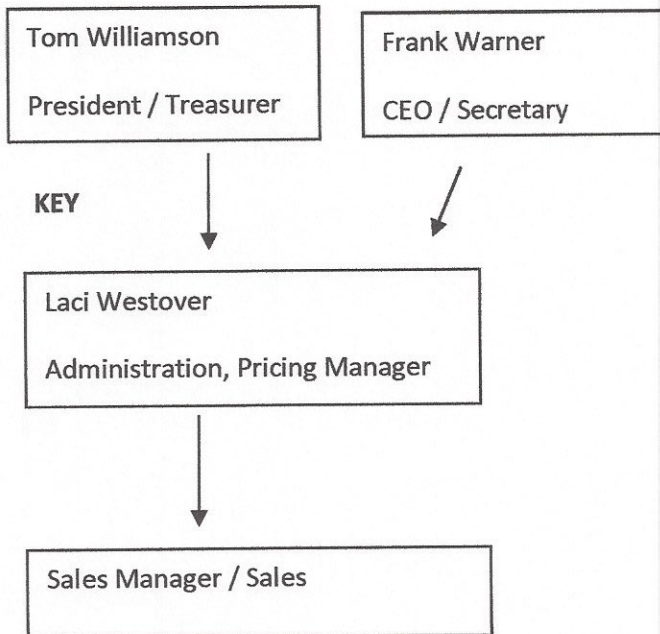
<b>Revenue Code:</b>	<b>Subtype:</b>	<b>Temp License Expiration:</b>	<b>Tax Period:</b>	<b>Business Code:</b>
0101	01	60 Days from Receipt Date	2018	120-BROKER
<b>Receipt Date:</b>	<b>Document Location Number:</b>		<b>Amount:</b>	<b>Officer:</b>
2/12/2018	189204213		\$50.25	(INTERNET ONE STOP LICENSE)



**Exhibit E - Leadership**

Onr. %	NAME	TITLE	ADDRESS	TELEPHONE #
50%	Frank Warner	CEO/Secretary	2727 Tuller Pkwy., Ste. 250 Dublin, OH 43017	(866) 337-3463
50%	Tom Williamson	President/Treasurer	2727 Tuller Pkwy., Ste. 250 Dublin, OH 43017	(800) 490-4427 #101

**Exhibit F – Corporate Structure**



MSI has 13 full time energy reps as well as Admin and I/T based out of our Dublin, OH office. There is no parent company, affiliated or subsidiary companies.



## **Exhibit I – Relevant Retail Experience**

### **OFFICERS:**

**Frank Warner, CEO – Secretary**

Frank was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Frank has the following functions with MSI.

- NG & Electric supplier liaison for various utility territories
- Research deregulated Natural Gas & Electric utility territories
- Implement procedures for various NG & Electric territories
- End user energy consulting
- Energy market analysis – continuously studies Energy industry publications, weather trends and geopolitical news
- Develop material and strategy preparation
- Assist with Agent support
- Quality control and compliance
- Assist with employee and vendor decisions
- Periodically attends Energy supplier conferences/presentations in person and on-line

### **Employment History**

Vice-President - Market Solutions, Inc. November, 1995-July, 2011

Market Solutions, Inc., an OH Corporation, was founded as an energy agency to help businesses in deregulated utility markets reduce costs. We started initially as an energy agent with Utilicorp United/Energy at the onset of Natural Gas deregulation. Market Solutions, Inc. was wholly merged into MSI Utilities, Inc. in 2011 to eliminate redundancies.

CEO – MSI Utilities, Inc. October, 2003 – Present

In October, 2003, we formed MSI Utilities, Inc., an OH Corporation, due to operating name preference. MSI Utilities, Inc. works with business customers to help reduce/manage Natural Gas and Electric costs. We are active in various deregulated Natural Gas and Electric markets across the country.

**Tom Williamson, President – Treasurer**

Tom was a founder of Market Solutions, Inc. in 1995, and then MSI Utilities, Inc. in 2003. Tom has the following functions with MSI.

- Personnel management. Manages employees productivity and quality control
  - Oversees Accounts Payable, Accounts Receivable and Payroll
  - Oversees IT and vendor services
-

## **Exhibit I – Relevant Retail Experience**

- Energy market analysis – continuously studies Energy industry publications, weather trends and geopolitical news
- End user energy consulting
- Research deregulated Natural Gas & Electric utility territories
- Develop marketing material and strategy preparation
- Periodically attends Energy supplier conferences/presentations in person and on-line

### **Employment History**

President - Market Solutions, Inc. November, 1995-July, 2011

Market Solutions, Inc., an OH Corporation, was founded as an energy agency to help businesses in deregulated utility markets reduce costs. We started initially as an energy agent with Utilicorp United/Energy at the onset of Natural Gas deregulation. Market Solutions, Inc. was wholly merged into MSI Utilities, Inc. in 2011 to eliminate redundancies.

President – MSI Utilities, Inc. October, 2003 – Present

In October, 2003, we formed MSI Utilities, Inc., an OH Corporation, due to operating name preference. MSI Utilities, Inc. works with business customers to help reduce/manage Natural Gas and Electric costs. We are active in various deregulated Natural Gas and Electric markets across the country.

### **ADDITIONAL STAFF/SUPPORT**

In addition to the officers and key staff, MSI has a sales manager who oversees the sales staff, a full-time admin/pricing manager a full-time IT professional. MSI also has legal, accounting, computer and telecom advisors in place.



## Exhibit J - States Licensed

State	Electric	Gas	Issued	Notes
DC	Yes	Yes	1/28/15	Elec Lic # +D4- EA 2014-31 / NG Lic # - GA 2014-19
IL	Yes	No	5/4/11	Elec Lic # - 11-0391 / Gas - Not Required
MA	Yes	Yes	12/8/14	Elec Lic # - EB-297 / NG Lic # - RA-130
MD	Yes	Yes	11/12/14	Elec Lic # IR-3406. NG Lic # IR-3440
ME	Yes	Yes	10/21/14	NG licensing approved / Elec licensing approved - Docket # 2014-00326
NH	Yes	Yes	2/12/13	Elec Lic # - DM12-368 / Gas Lic # - DM 12-367
NJ	Yes	Yes	5/19/15	Elec / NG Energy Agent Reg # EA-0327
OH	Yes	Yes	10/2/12	Elec Lic # - 12-569E / Gas Lic # - 12-275G
PA	Yes	Yes	5/22/13	Elec Lic # - E-2013-2365828. NG Lic # - A-2017-2582517

PUBLIC SERVICE COMMISSION OF THE DISTRICT OF COLUMBIA  
1333 H STREET N.W., 2ND FLOOR, WEST TOWER  
WASHINGTON, D.C. 20005

**ORDER**

January 28, 2015

**FORMAL CASE NO. GA 2014-19, IN THE MATTER OF THE APPLICATION OF MSI UTILITIES, INC. FOR A NATURAL GAS SUPPLIER LICENSE; and**

**FORMAL CASE NO. EA 2014-31, IN THE MATTER OF THE APPLICATION OF MSI UTILITIES, INC. FOR AN ELECTRICITY SUPPLIER LICENSE, Order No. 17787**

**I. INTRODUCTION**

1. By this Order, the Public Service Commission of the District of Columbia ("Commission") grants licenses to MSI Utilities, Inc. ("MSI" or "Applicant") to function as an electricity and natural gas supplier in the District of Columbia.<sup>1</sup> The licenses for MSI Utilities, Inc. are effective upon issuance of this Order.

**II. BACKGROUND**

2. On November 18, 2014, MSI filed its license applications.<sup>2</sup> Specifically, MSI indicates that it intends to operate as a broker of electricity pursuant to Section 34-1505 of the "Retail Electric Competition and Consumer Protection Act of 1999" ("Act")<sup>3</sup> and as a broker of natural gas pursuant to the Commission's licensing requirements as set forth in GT 96-3, Order Nos. 12709 and 12903.<sup>4</sup> In both filings, the Applicant represents that it intends to serve commercial and industrial customers in the District of Columbia.

---

<sup>1</sup> D.C. Code § 34-1501(17) (2001) defines, in part, an electricity supplier as "a person, including an aggregator, broker, or marketer, who generates electricity; sells electricity; or purchases, brokers, arranges or markets electricity for sale to customers." D.C. Code § 34-1671.02(12) (2001) defines a natural gas supplier as "a person including an aggregator, broker, or marketer, who sell natural gas or purchases, brokers, arranges or, markets natural gas for sale to customers."

<sup>2</sup> *Formal Case No. EA 2014-31, In the Matter of the Application of MSI Utilities, Inc. for an Electricity License ("Formal Case No. EA 2014-31")*, Application of MSI Utilities, Inc. filed November 18, 2014 and *Formal Case No. GA 2014-19, In the Matter of the Application of MSI Utilities, Inc. for a Natural Gas Supplier License ("Formal Case No. GA 2014-19")*, Application of MSI Utilities, Inc. filed November 18, 2014.

<sup>3</sup> D.C. Code § 34-1505; *see generally* D.C. Code §§ 34-1501-1520.

<sup>4</sup> GT 96-3, Order No. 12709, as revised by Order No. 12903, at Attachment C.



MSI provided the following information in compliance with the Commission's licensing requirements:<sup>5</sup>

- a) Proof of technical and managerial competence;
- b) Affidavits certifying compliance with applicable Federal and District of Columbia environmental laws and regulations;
- c) Proof of financial integrity to include financial statements;
- d) Proof that MSI has registered with the Department of Consumer and Regulatory Affairs to do business in the District of Columbia;
- e) Affidavits certifying that MSI is subject to all applicable taxes;
- f) Affidavits certifying that MSI will comply with all the requirements of all orders and regulations of the Commission; and
- g) Applicant's website address: <http://www.msiutilities.com>.

MSI filed supplemental information on January 8, 2015.<sup>6</sup>

### **III. DISCUSSION**

3. Our review of the information contained in MSI's applications, demonstrate that it has met all the prescribed licensing requirements and that the Applicant has the ability and the financial integrity to serve electricity and natural gas customers in the District of Columbia. The Commission also finds that granting MSI's applications will serve the public interest by fostering competition in the District's energy market. Accordingly, MSI Utilities, Inc.'s applications are approved.

---

<sup>5</sup> Formal Case No. 945, *In the Matter of the Investigation into Electric Service Market Competition and Regulatory Practices*, Order No. 11796 at Attachment C; and GT 96-3, Order No. 12709, as revised by Order No. 12903, at Attachment C.

<sup>6</sup> Formal Case No. EA 2014-31 and GA 2014-19, MSI filed supplemental information on January 8, 2015.

**THEREFORE, IT IS ORDERED THAT:**

4. The applications of MSI Utilities, Inc. for licenses to conduct business in the District of Columbia as a broker of electricity and natural gas are hereby **GRANTED**. The licenses for MSI Utilities, Inc. are effective upon issuance of this Order.

**A TRUE COPY:**

**BY DIRECTION OF THE COMMISSION:**

A handwritten signature in cursive script, reading "Brinda Westbrook-Sedgwick".

**CHIEF CLERK:**

**BRINDA WESTBROOK-SEDGWICK  
COMMISSION SECRETARY**



STATE OF ILLINOIS

ILLINOIS COMMERCE COMMISSION

MSI Utilities, Inc.

Application for Licensure of  
Agents, Brokers and Consultants  
under Section 16-115C of the  
Public Utilities Act.

:  
:  
:  
:  
:  
:

11-0391

ORDER

By the Commission:

**I. PRELIMINARY MATTERS**

On May 4, 2011, MSI Utilities, Inc. ("Applicant") filed a verified application with the Illinois Commerce Commission ("Commission") requesting a certificate of service authority to operate as an agent, broker or consultant ("ABC") in Illinois pursuant to Section 16-115C of the Public Utilities Act ("Act"), 220 ILCS 5/1-101 et seq., and 83 Ill. Adm. Code 454 ("Part 454"). Applicant requests authority to offer services as an ABC for the procurement or sale of retail electricity supply for third parties in the State of Illinois.

**II. REQUIREMENTS FOR ALL APPLICANTS UNDER SECTION 16-115C OF THE ACT**

Applicant is a business organized under the laws of Ohio and licensed to transact business in Illinois. Applicant has certified that it will comply with all applicable regulations; that it will comply with informational and reporting requirements established by Commission rule; that it will comply with informational and reporting requirements pursuant to Section 16-115C of the Act; and that it will comply with all other applicable laws, regulations, terms, and conditions required to the extent they have application to the services being offered by an ABC. Applicant has agreed to ensure that any person who acts on its behalf will comply with all applicable sections of Part 454. Applicant agrees that it will remain in compliance with the provisions of the Act and Part 454, and will ensure that authorizations received from customers, and all other applicable records are retained for a period of not less than three calendar years after the calendar year in which they were created. Applicant has agreed to adopt and follow rules and procedures to preserve the confidentiality of its customers' data.

**III. FINANCIAL, TECHNICAL, AND MANAGERIAL REQUIREMENTS OF SECTION 16-115C**

Pursuant to the requirements of Section 454.80 of Part 454, Applicant provided a surety bond in the amount of \$5,000 issued by a qualifying surety authorized to transact



business in Illinois. Applicant submitted an original surety bond in satisfaction of Section 454.80.

Applicant is required by Part 454.60 to demonstrate that it meets the managerial qualifications necessary to provide services as an ABC. Applicant must further provide an organizational chart that indicates the position of persons which satisfy the managerial qualification. Applicant has demonstrated that it meets the managerial qualifications set forth in Part 454.60, as demonstrated in Attachment A. Attachment A includes an exhibit containing a corporate organizational chart and identifying the persons who are being used to meet the requirements of Part 454.60(a). Attachment B includes an exhibit containing occupational background information on the person or persons who are being used to meet the requirements of Part 454.60(a).

Applicant is required by Part 454.70 to demonstrate that it meets the technical qualifications necessary to provide services as an ABC. Applicant has demonstrated that it meets the technical qualifications set forth in Part 454.70 with the information provided, including the information included in Attachment B. Attachment B includes an exhibit containing occupational background information on the person or persons who are being used to meet the requirements of Part 454.70(a).

The Applicant indicates in its application that it is not licensed in any other jurisdictions as an ABC, and that it has not had any complaints filed against it for its provision of services in the gas or electric industry.

Applicant further agrees to comply with the Code of Conduct for ABCs contained in Section 454.90.

#### **IV. COMMISSION CONCLUSION AND CERTIFICATE OF SERVICE AUTHORITY**

The Commission has reviewed the application and attachments along with the supplementary information provided by Applicant regarding the technical and managerial requirements and all other requirements of the Act and Part 454 and finds that the Applicant sufficiently demonstrates compliance with the requirements.

The Commission concludes, therefore, that Applicant's request for a certificate of service authority to operate as an ABC in Illinois should be granted and should include the following authority:

#### **CERTIFICATE OF SERVICE AUTHORITY**

IT IS CERTIFIED that MSI Utilities, Inc. is granted service authority to operate as an agent, broker or consultant for the procurement or sale of retail electricity supply for third parties in the State of Illinois.



**V. FINDINGS AND ORDERING PARAGRAPHS**

The Commission, having reviewed the entire record, is of the opinion and finds that:

- (1) MSI Utilities, Inc., a business organized under the laws of Ohio, seeks a certificate of service authority to operate as an agent, broker or consultant under Section 16-115C of the Act;
- (2) the Commission has jurisdiction over the party hereto and the subject matter hereof;
- (3) the recitals of fact and conclusions reached in the prefatory portion of this Order are supported by the record and are hereby adopted as findings of fact;
- (4) Applicant has demonstrated that it possesses sufficient financial, managerial and technical resources and abilities to provide services as an agent, broker or consultant for the procurement or sale of retail electricity supply to third parties in the State of Illinois;
- (5) Applicant has complied with Section 16-115C of the Act and Part 454; and
- (6) MSI Utilities, Inc. should be granted the certificate of service authority to operate as an agent, broker or consultant as specified in this Order.

IT IS THEREFORE ORDERED by the Illinois Commerce Commission that MSI Utilities, Inc. is hereby granted a Certificate of Service Authority authorizing it to operate as an agent, broker or consultant; said Certificate of Service Authority shall read as that set forth in Section IV of this Order.

IT IS FURTHER ORDERED that MSI Utilities, Inc. shall comply with all applicable Commission rules and orders now and as hereafter amended.

IT IS FURTHER ORDERED that, subject to the provisions of Section 10-113 of the Public Utilities Act and 83 Ill. Adm. Code 200.880, this Order is final; it is not subject to the Administrative Review Law.

By order of the Commission this 2nd day of June, 2011.

(SIGNED) DOUGLAS P. SCOTT

Chairman

Exhibit K - Licensing



THE COMMONWEALTH OF MASSACHUSETTS  
DEPARTMENT OF PUBLIC UTILITIES

CHARLES D. BAKER  
GOVERNOR

KARYN E. POLITO  
LIEUTENANT GOVERNOR

MATTHEW A. BEATON  
SECRETARY OF ENERGY  
AND ENVIRONMENTAL AFFAIRS

ONE SOUTH STATION  
BOSTON, MA 02110  
(617) 305-3500

ANGELA M. O'CONNOR  
CHAIRMAN

ROBERT E. HAYDEN  
COMMISSIONER

CECILE M. FRASER  
COMMISSIONER

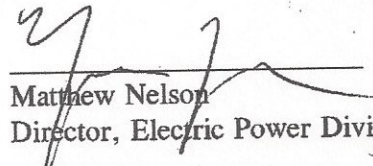
December 5, 2017

Frank Warner, CEO  
MSI Utilities  
2727 Tuller Parkway, Ste., 250  
Dublin, OH 43017

Dear Mr. Warner,

The Department of Public Utilities ("Department") has reviewed your application for renewal of your **Electricity Broker License, EB-297**, and is pleased to inform you that your application for renewal has been approved.

As a condition of maintaining this license, you must file updated information within 30 days of any material or organic change in the information required by 220 CMR 11.05(2), and you must comply with all relevant requirements of G.L. c. 164 and the regulations promulgated thereunder, including 220 CMR 11.00, 12.00. Consistent with the information included with MSI Utilities' application, the activities the Company is licensed to provide are limited to electricity broker services to commercial and industrial customers. If, at a later date, the Company seeks to provide electricity broker services to residential customers, it must first seek and obtain Department approval at the time of renewal of its license. If you decide to request renewal of your license next year, please submit the renewal application no later than **January 1, 2019**. The renewal application is available at: <https://www.mass.gov/information-for-competitive-suppliers-and-electricity-brokers>.

  
Matthew Nelson  
Director, Electric Power Division



# Exhibit K - Licensing

COMMISSIONERS

W. KEVIN HUGHES  
CHAIRMAN

HAROLD D. WILLIAMS  
LAWRENCE BRENNER  
KELLY SPEAKES-BACKMAN  
ANNE E. HOSKINS

STATE OF MARYLAND



## PUBLIC SERVICE COMMISSION

#7, 11/12/14 AM; ML# 159053  
License Reference No.: IR-3406

November 12, 2014

Frank Warner  
CEO  
MSI Utilities, Inc.  
2727 Tuller Parkway  
Suite 250  
Dublin, OH 43017

Dear Mr. Warner:

On September 30, 2014, MSI Utilities, Inc. ("Company") filed an Application for a License to Supply Electricity or Electric Generation Services in Maryland under COMAR 20.51. The Company proposes to provide electricity supplier broker services in Maryland for commercial and industrial customers as described in the application.

After considering this matter at the November 12, 2014 Administrative Meeting, the Commission granted the Company a license to supply electricity or electric generation services in Maryland (License Reference Number IR-3406). The license granted by the Commission under this Letter Order is limited solely to electricity supplier broker services for the customer classes and service territories as recommended by Staff.

Finally, the Company is reminded that it is under a continuing obligation to notify the Commission within 30 days of any changes to the information upon which the Commission relied in granting this license. A copy of the supplemental or updated information is required to be filed concurrently with the Office of People's Counsel.

By Direction of the Commission,

A handwritten signature in dark ink, appearing to read "David J. Collins".

David J. Collins  
Executive Secretary

DJC/st

cc: Phil VanderHeyden, Electricity Division  
Obi Linton, Director, External Relations

WILLIAM DONALD SCHAEFER TOWER • 6 ST. PAUL STREET • BALTIMORE, MARYLAND 21202-6806

410-767-8000

Toll Free: 1-800-492-0474

FAX: 410-333-6495

MDRS: 1-800-735-2258 (TTY/Voice)

Website: [www.psc.state.md.us/psc/](http://www.psc.state.md.us/psc/)

## Exhibit K - Licensing

STATE OF MAINE  
PUBLIC UTILITIES COMMISSION

Docket No. 2014-00326

October 21, 2014

MSI UTILITIES, INC.  
Application for License to Operate as a  
Competitive Electricity Provider

ORDER GRANTING LICENSE  
**CORRECTED**

WELCH, Chairman; LITTELL and VANNOY, Commissioners

---

### I. SUMMARY

In this Order, we license MSI Utilities, Inc. (MSI) to operate as a competitive electricity provider furnishing aggregator/broker services to the non-residential customer classes throughout Central Maine Power Company and Emera Maine's service territories pursuant to Chapter 305 of the Commission's Rules.

### II. APPLICATION AND DECISION

On October 8, 2014, MSI applied to the Commission to operate in Maine as a competitive electricity provider pursuant to Chapter 305. MSI proposes to provide aggregator/broker service to the non-residential customer classes throughout Central Maine Power Company and Emera Maine's service territories and has met all the Chapter 305 filing requirements.

As a licensed competitive electricity provider, MSI is required to comply with all applicable requirements and regulations, including all conditions of licensing, customer protection rules, and the filing of annual reports. To the extent that a licensed competitive electricity provider uses third-parties to assist in obtaining customers during the course of its business, Chapter 305 § 4(C) of the Commission's rules places the responsibility on the competitive electricity provider for violations of the provisions of this section by representatives or agents acting on the CEP's behalf. Chapter 305 § 2(C)(3) also requires a competitive electricity provider to use reasonable efforts not to conduct business with any entity acting as a competitive electricity provider in Maine without a license from the Commission. Therefore, if MSI uses a third party to market its services, it is responsible to ensure that the third party has met any licensing requirements of the Commission.

Pursuant to a Delegation Order dated April 23, 2008 in Docket No. 2008-185, *PUBLIC UTILITIES COMMISSION, Delegation of Authority to License Competitive Electricity Providers*, the Commission delegated to the Director of Technical Analysis the authority under 35-A M.R.S.A., § 3203 (1)(2) and Chapter 305, §2 to license competitive electricity providers. On September 12, 2009, in Docket No. 2009-260, statutory changes took effect that changed the title of this position. P.L. 2009, ch. 122. The Director of Technical Analysis is now the Director of Electric and Gas Utility Industries. All existing delegation orders that delegate Commission authority to the



Director of Technical Analysis will now read that we delegate our authority to the Director of Electric and Gas Utility Industries.

Accordingly, it is

**ORDERED**

1. That MSI Utilities, Inc. is hereby issued a license to operate as a competitive electricity provider pursuant to Chapter 305 of the Commission's Rules, **to provide aggregator/broker services to the non-residential customer classes throughout Central Maine Power Company and Emera Maine's service territories pursuant to Chapter 305 of the Commission's Rules;** and
2. That this license is effective on the date of this Order and valid until revoked or suspended by the Commission pursuant to section 3(A)(4) of Chapter 305, or abandoned by the licensee pursuant to sections 2(D)(10) and 2(D)(11) of Chapter 305 of the Commission's Rules.

Dated at Hallowell, Maine, this 21<sup>st</sup> day of October, 2014.

BY ORDER OF THE DIRECTOR OF ELECTRIC AND GAS UTILITY INDUSTRIES



---

Faith Huntington

## Exhibit K - Licensing

### STATE OF NEW HAMPSHIRE

COMMISSIONERS  
Robert R. Scott  
Martin P. Honigberg

EXECUTIVE DIRECTOR  
Debra A. Howland



PUBLIC UTILITIES COMMISSION  
21 S. Fruit St., Suite 10  
Concord, N.H. 03301-2429

TDD Access: Relay NH  
1-800-735-2964

Tel. (603) 271-2431

FAX No. 271-3878

Website:  
[www.puc.nh.gov](http://www.puc.nh.gov)

December 3, 2014

Frank Warner  
MSI Utilities, Inc.  
2727 Tuller Parkway, Suite 250  
Dublin, OH 43017

Re: DM 14-343 MSI Utilities, Inc. d/b/a MSI Utilities – Your Energy Partner  
Application to Renew Registration as Provider of Electric Aggregation Service

Dear Mr. Warner:

On December 1, 2014, MSI Utilities – Your Energy Partner submitted an application with the Commission to renew the registration as a provider of electric aggregation service. Staff reviewed the application and determined that it is complete.

The Commission approves your application to renew your registration as a provider of electric aggregation service, effective as of February 12, 2015. The registration is for a term of 5 years and expires at the end of business on February 11, 2020. Pursuant to N.H. Code Admin. Rules Puc 2003.05(a), you must submit your next renewal application at least 60 days prior to the expiration of the registration approved here, on or before December 14, 2019.

Please be aware that registered providers of electric aggregation service are subject to specific requirements contained in N.H. Code Admin. Rules Puc 2000 – Competitive Electric Power Supplier and Aggregator Rules. These rules are available at: <http://www.puc.nh.gov/Regulatory/Rules/PUC2000.pdf>. Please also be aware that the Commission has opened Docket DRM 13-151 to consider revisions to these rules. All non-confidential filings in Docket DRM 13-151 can be found at <http://www.puc.nh.gov/Regulatory/Docketbk/2013/13-151.html>. The revised rules may contain different requirements for maintaining registration as a provider of electric aggregation service that might affect your registration.

Please note that, effective as of July 1, 2014, each registered electric load aggregator is subject to an annual assessment of \$2,000, unless it demonstrates that its gross revenue in New Hampshire during the preceding fiscal year (from July 1 through June 30) was less than \$10,000, pursuant to RSA 363-A:2, III and 5.

Sincerely,

A handwritten signature in dark ink, appearing to read "Debra A. Howland".

Debra A. Howland  
Executive Director

cc: Service List/Docket File





Chris Christie  
Governor

Kim Guadagno  
Lt. Governor

**STATE OF NEW JERSEY**  
**Board of Public Utilities**  
44 South Clinton Avenue, 3rd Floor, Suite 314  
Post Office Box 350  
Trenton, New Jersey 08625-0350  
[www.nj.gov/bpu/](http://www.nj.gov/bpu/)

Irene Kim Asbury  
Secretary to the Board  
(609) 292-1599

March 24, 2017

Frank Warner, CEO  
MSI Utilities, Inc.  
2727 Tuller Parkway, Suite 250  
Dublin, OH 43017

Re: **Energy Agent Renewal Registration**  
Dkt. No. EE16030256L

Dear Mr. Warner:

In accordance with the Electric Discount and Energy Competition Act of 1999, N.J.S.A. 48:3-49 et seq., at its March 24, 2017 Agenda meeting, the New Jersey Board of Public Utilities voted to issue a **REGISTRATION** as an Energy Agent to MSI Utilities, Inc. Your registration number is EA-0327.

The enclosed registration is effective March 24, 2017 and expires on March 23, 2018. This registration and the rights thereunder are **Non-Transferable**.

*This letter is not an endorsement of, nor is it intended for use in, the marketing promotions of the registrant. Registrants shall comply with all applicable law, including the Electric Discount and Energy Competition Act, which prohibits the unauthorized change of a customer's energy provider and other fraudulent and illegal marketing activities.*

If you have any questions, please contact Dante Cusi at (609) 292-1356.

Sincerely,

A handwritten signature in cursive script that reads "Irene Kim Asbury".

Irene Kim Asbury  
Secretary of the Board

IKA/dec  
Encl.(s)



# State of New Jersey



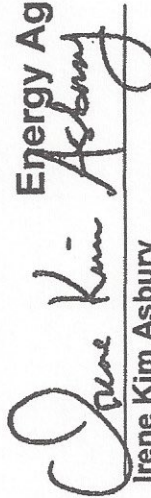
## Board of Public Utilities

44 South Clinton Avenue, 3<sup>rd</sup> Floor, Suite 314, P.O. Box 350, Trenton, New Jersey 08625-0350

### HEREBY REGISTERS

**MSI Utilities, Inc.**  
2727 Tuller Parkway  
Suite 250  
Dublin, Ohio 43017

To conduct business in the State of New Jersey as an

**Energy Agent**  
  
Irene Kim Asbury  
Secretary of the Board

Registration No. EA-0327  
Effective Date: March 24, 2017  
Expiration Date: March 23, 2018







**Public Utilities  
Commission**

Asim Z. Haque, Chairman

Commissioners  
M. Beth Trombold  
Thomas W. Johnson  
Lawrence K. Friedeman  
Daniel R. Conway

**PUBLIC UTILITIES COMMISSION OF OHIO**

*Certified as a Competitive Retail Electric Service Provider*

**REVISED RENEWAL**

Certificate Number:

**12-569E (3)**

Issued Pursuant to Case Number(s):

**12-2418-EL-AGG**

A certificate as a Competitive Retail Electric Service Provider is hereby granted to **MSI Utilities, Inc.** whose office or principal place of business is located at **2727 Tuller Parkway, Suite 250, Dublin, Ohio 43017** to provide **power broker** services within the State of Ohio effective **October 1, 2016**.

The certification of competitive retail electric suppliers is governed by Section 4901:1-24-(01-13) of the Ohio Administrative Code, Section 4901:1-21-(01-15) of the Ohio Administrative Code, and Section 4928.08 of the Ohio Revised Code.

This Certificate is revocable if all of the conditions set forth in the aforementioned case(s) are not met.

Subject to all rules and regulations of the Commission, now existing or hereafter promulgated.

Witness the seal of the Commission affixed at Columbus, Ohio.

Dated: **September 18, 2017**

By Order of

PUBLIC UTILITIES COMMISSION OF OHIO

Barcy F. McNeal, Secretary

Tanowa M. Troupe, Acting Secretary

Felecia D. Burdett, Acting Secretary

**Certificate Expires: October 1, 2018**

Exhibit K - Licensing

PENNSYLVANIA  
PUBLIC UTILITY COMMISSION  
Harrisburg, PA 17105-3265

Public Meeting held September 26, 2013

Commissioners Present:

Robert F. Powelson, Chairman  
John F. Coleman, Jr., Vice Chairman  
Wayne E. Gardner  
James H. Cawley  
Pamela A. Witmer

License Application of MSI Utilities, Inc. for  
Approval to Offer, Render, Furnish or Supply  
Electricity or Electric Generation Services as a  
Broker/Marketer

Docket Number:  
A-2013-2365828

**ORDER**

**BY THE COMMISSION:**

On May 22, 2013, MSI Utilities, Inc. (MSI) filed an application seeking to become a licensed electric generation supplier (EGS) as a broker/marketer in the electric distribution company ("EDC") service territories throughout the entire Commonwealth of Pennsylvania. The application was filed pursuant to the Commission's regulations at 52 Pa. Code §§54.31-54.43, which became effective on August 8, 1998, and which were established under Section 2809 of the Public Utility Code, 66 Pa. C.S. §2809.

§2809 provides in pertinent part that:

License Requirement.--No person or corporation, including municipal corporations which choose to provide service outside their municipal limits except to the extent



## Exhibit K - Licensing

An electric generation supplier cannot physically disconnect a residential customer from the electricity grid; therefore, the rules relating to residential service termination are not applicable to electric generation suppliers. An electric generation supplier may seek to terminate its generation service through an appropriate written notice to the customer and the distribution company. The residential customer can then attempt to repair their relationship with the supplier, seek a new supplier, or return to utility service at default service rates in accordance with the utility's obligations under Section 2807(e), 66 Pa. C.S. §2807(e). The customer would only be disconnected from the electricity grid pursuant to appropriate regulations if the customer failed to meet its obligations to the utility or the electric generation supplier that has been designated by the Commission as the provider of last resort.

Additionally, we specifically note that the licensee must comply with, and ensure that its employees, agents, representatives and independent contractors comply with the standards of conduct and disclosure for licensees set out in Commission regulations at 52 Pa. Code §54.43 that were enacted to protect consumers of this Commonwealth. These standards include, *inter alia*, the provision of timely and accurate information about the services offered by the licensee, the practice of nondiscrimination in service in regard to race, color, religion, national origin, marital status, etc., the safeguarding of a consumer's personal information, and compliance with applicable state and federal consumer protection laws. Also, we take this opportunity to remind the licensee of its agreement to abide by, and to ensure that its employees, representatives, agents and independent contractors abide by all applicable federal and state laws, and Commission regulations, procedures and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.

MSI has provided proof of publication in the Pennsylvania newspapers, and proofs of service to the interested parties as required by the Commission.

## Exhibit K - Licensing

consulting services. Premier intended to utilize the information to help its customers reduce their overall spending for electricity. Premier also stated that it will not take title to power.

The Commission believes that MSI operates in a similar manner and therefore should be granted similar relief and be permitted to provide a bond or other approved security in the reduced amount of \$10,000. However, MSI's bonding level is contingent upon the company's business model as described in this Order. If MSI takes title to generation supply for its customers, and/or charges customers directly for that generation supply, a \$10,000 level of bonding may not be appropriate. Therefore, we will direct MSI to notify the Commission 45 days prior to a change in its business model, whereby MSI takes title to generation supply and/or bills its customers directly for that generation supply. This will provide the Commission with an opportunity to review and adjust MSI's approved bonding level prior to MSI implementing those changes.

As of September 17, 2013 no protests have been filed.

We find that the applicant:

1. Is fit, willing and able to properly perform the service proposed in conformance with applicable provisions of the Public Utility Code and lawful Commission orders and regulations, specifically including 52 Pa. Code Chapter 56 (relating to Standards and Billing Practices for Residential Utility Service).
2. Has agreed to lawfully abide by all Commission regulations, procedures and orders, including Emergency Orders, which may be issued verbally or in writing during any emergency situations that may unexpectedly develop from time to time in the course of doing business in Pennsylvania.



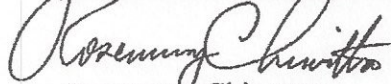
## Exhibit K - Licensing

5. That if MSI Utilities, Inc. proposes to change its business model as described in Ordering Paragraph No. 3, it must notify the Commission at least 45 days prior to the changes. With the notice, the Company must provide an update to the nature and scope of business information that was required by Pa. Code § 54.40(c) to justify the modification granted in Ordering Paragraph No. 3. This will provide the Commission the opportunity to review MSI Utilities, Inc.'s bonding level and adjust as appropriate, prior to MSI Utilities, Inc. implementing the proposed changes to its business model.

6. That if MSI Utilities, Inc. changes its business model without providing to the Commission the notice and information required in Ordering Paragraph No. 5, then the reduced bonding level permitted by Ordering Paragraph No. 2 shall cease effective with the date of the change in the business model. The level of bonding effective at that time shall be \$250,000 or the level required by 52 Pa. Code § 54.40, whichever is greater.

7. That this proceeding at Docket No. A-2013-2365828 be closed.

BY THE COMMISSION,



Rosemary Chiavetta  
Secretary

(SEAL)

ORDER ADOPTED: September 26, 2013

ORDER ENTERED: September 26, 2013

### **Exhibit M – Marketing Plan and Materials**

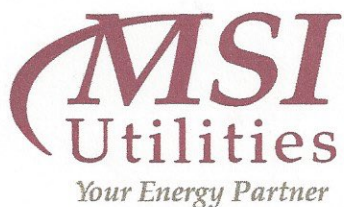
MSI will contact business customers or referrals primarily by telephone and occasionally may make a visit. We review and discuss potential utility savings and cost management. We do not provide billing statements. All billing statements are provided by the supplier (or billed by the supplier through the customer's utility). Any customer inquiries/complaints may be directed to our toll-free number and will be dealt with immediately.

MSI provides continual training and call monitoring for all sales reps. Most of our reps have been with us for at least 5 years, but in the event of a new hire, we typically use the same training methods:

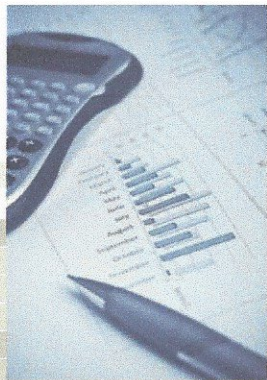
- 1) Have reps study Energy Basics Training, Gas Module 1-4 as well as Electric Module 1-4. Each training module is about 30 pages long with a quiz at the end. The training modules are an excellent source of industry information.
- 2) Pair new rep with various experienced reps to listen, learn and ask questions.
- 3) Weekly meeting with all reps to cover industry developments, market conditions, etc.
- 4) MSI reps occasionally attend supplier webinars and conferences to learn more about supplier products and industry updates.
- 5) Hands on monitoring of all reps calls to insure quality control and ongoing training.

A sample marketing piece is attached.

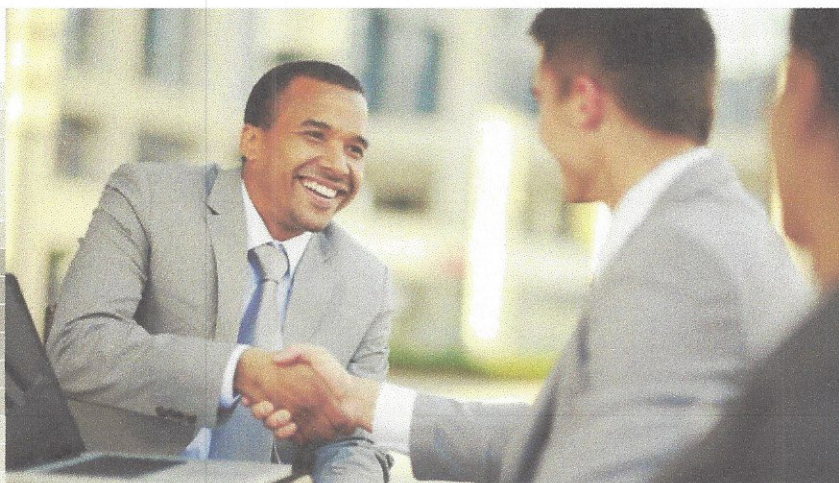




*MSI Utilities provides creative energy solutions to businesses nationwide. Our professional consulting staff has provided innovative utility savings programs to businesses since 1995.*



## INTEGRITY. EXPERIENCE. INNOVATION.



### QUICK FACTS

- We have assisted over **19,000 customer accounts** across **35 states**
- We currently manage approximately **\$100,000,000** in energy expenditures
- We have over **20 years of experience** in business to business energy solutions
- We offer customized solutions for **electricity, natural gas, propane** and **energy conservation**

### About MSI Utilities

Our mission is to provide the lowest cost energy available while maintaining the highest level of customer satisfaction. Energy is one of the largest expenses for business owners. Between 2003-2008 natural gas and electricity saw increases of 400% and 100 % respectively, causing a major drop in company profits nationwide. MSI Utilities works as a partner in stabilizing these costs. With our large network of suppliers nationwide MSI is able to offer low energy rates, reliability as well as professional customer service to nearly all business types.

Unlike other energy management companies, MSI fees are included in all price quotes. There are no additional consulting fees to our clients.

We are not a utility. We do not generate electricity nor do we produce natural gas. MSI is a licensed agency working with the largest energy suppliers in the market today. We identify the lowest energy prices for customers in every deregulated energy market to secure energy prices that save our clients money

**Our customer retention rate is exceptionally high** due to our ability to secure low cost energy while maintaining superior customer support.





## **MSI Utilities, Inc. Energy Procurement Procedures**

### **Energy Assessment**

Once account information and invoice copies are received, we take the following steps:

- Create a spreadsheet using data from utility invoice copies so we can group the accounts by utility area/region.
- MSI will review your invoice copy(s) to determine if account(s) are being billed at the proper utility tariff rate.
- Obtain annual consumption history directly from invoice copies or through the local Natural Gas/Electric utility. This will help us determine your energy consumption profile (IE: an account with heavy winter Natural Gas usage is considered a heat load). Buying strategies and supplier billing options are often dictated by the customer's energy consumption profile.

### **Scope of RFP**

Based on the energy assessment, MSI will prepare and submit bid packages based on client specific account information to our network of approved suppliers to determine supply opportunity and available product offerings. Some of the things to consider are:

- Billing Type: Dual bill vs Utility Consolidated billing options will be determined by the account type, utility area and supplier options available. MSI will present all options to the client.
- Products: Depending on annual consumption, supplier parameters and utility area, customer may receive various pricing /product options. This could include fixed energy only, partial hedges, fixed trigger options, variable rates, demand response, panoramic, etc.

### **RFP Strategy Development**

After all supplier bid requests have been received, we contact client to discuss products, pricing options, and term lengths. We take current and future energy market conditions, client energy profile, and any local utility factors into consideration.

### **Supplier Pricing Implementation**

MSI will collect, analyze and narrow the quote process down to the top three offers for each commodity in each utility area considering specific client preferences (IE: billing preferences, term length, etc.). In addition, we will also explore any additional supplier services that may be available. All pricing terms and requested sample agreements will be forwarded for client review.



### **Negotiate and Award the Contract**

During the final pricing stages, MSI will negotiate directly with the three suppliers presenting the best terms and pricing options. The winning price will be forwarded to the customer as well as executable agreements for signature.

### **Contract Enrollment**

Upon execution, all agreements will be forwarded to the supplier(s) for processing. The accounts will be enrolled by the supplier(s) and a countersigned copy of the agreement will be forwarded to the client. MSI will follow-up with supplier to ensure confirmation of utility enrollment confirmation.

### **Account Management**

In order to follow through with the transition, MSI will contact client 30-60 days after the start date to do a courtesy review of the first billing cycle. MSI will continue to monitor market conditions and may introduce pricing options beyond agreement expiration at any time starting 12-months prior. During the contract period MSI will correspond with the client on a timely basis per their request.

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### **MSI Supplier Selection Process**

MSI is very selective with regards to the suppliers we partner with. We currently have approximately 50 suppliers covering all deregulated Natural Gas and Electric markets across the country. Our supplier selection process consists of the following:

- Introduction to supplier. We are contacted almost daily by suppliers in various markets with service offerings. In addition, we monitor state PUC “approved supplier” lists for potential supply partners.
- After initial contact, we do our due diligence on the supplier. This consists of:
  - Set up a conference to discuss: Customer billing and support, number of people in your support staff, how are customer concerns routed and resolved, etc.
  - Check state PUC(s) to make sure supplier licensing is in order. We also look through filings for any customer complaints or PUC issues.
  - Check regional BBB(s) for customer complaints, etc. Take only A rated suppliers.
  - Check Secretary of State in supplier licensed states to make sure in good standing.
  - Internet search for lawsuits, bankruptcies, customer complaints, etc.
  - Discuss supplier with industry contacts for any pertinent feedback.
    - If there are any issues after checking the above, supplier is eliminated from consideration.
  - Supplier Partner agreement as well as sample customer agreement(s) are reviewed by our legal.